

OSTER
Researching Services

12897 Colonial Drive • Mt. Airy, MD 21771
Phone: 301-253-6040
Fax: 301-253-6040
maryannoster@adelphia.net

RECORDATION NO. 26187 FILED

FEB 07 '06 10-58 AM

SURFACE TRANSPORTATION BOARD

February 7, 2006

Secretary
Surface Transportation Board
1925 K Street, N.W.
Washington, D.C. 20423

Dear Sir:

Enclosed for recording with the Surface Transportation Board is a Memorandum of Schedule #10 to Full Service Master Lease Agreement dated 11/24/04 including the following parties and railroad equipment:

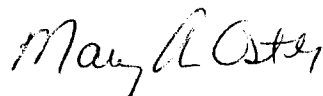
Lessor: Midwest Railcar Corporation
4949 Autumn Oaks Drive
Maryville, IL 62062

Lessee: Badger Mining Corporation
409 S. Church Street
Berlin, WI 54923

Equipment: 50, 3281 cf Twin Covered Hoppers
MCEX 330000-330049

Please record this agreement as a primary document. The filing fee of \$33 is enclosed.
Summary: Memorandum of Schedule #10 to Full Service Master Lease Agreement dated 11/24/04 between Midwest Railcar Corporation as Lessor and Badger Mining Corporation as Lessee including 50, 3281 cf Twin Covered Hoppers, MCEX 330000-330049.

Sincerely,



Mary Ann Oster
Research Consultant

Enclosures

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SURFACE TRANSPORTATION BOARD

MIDWEST RAILCAR CORPORATION

**MEMORANDUM OF SCHEDULE #10 TO FULL SERVICE
MASTER LEASE AGREEMENT**

between

MIDWEST RAILCAR CORPORATION,

as Lessor

and

BADGER MINING CORPORATION

as Lessee

MEMORANDUM OF SCHEDULE #10 TO FULL SERVICE MASTER LEASE AGREEMENT

THIS MEMORANDUM OF SCHEDULE #10 TO FULL SERVICE MASTER LEASE AGREEMENT is effective as of November 24, 2004, by and between MIDWEST RAILCAR CORPORATION, an Illinois Corporation ("Lessor"), and BADGER MINING CORPORATION, a Wisconsin Corporation ("Lessee"), with reference to the following:

1. Lessor has agreed to lease to Lessee, and Lessee has agreed to lease from Lessor, certain railcars as described on Exhibit A attached hereto and made a part hereof, all as more particularly described in that certain Schedule #10 dated November 24, 2004 between Lessor and Lessee to the Full Service Master Lease Agreement dated as of December 11, 2003 between Lessor and Lessee (the "Lease").
2. The Lease shall be effective as of the execution date thereof and the term of the Lease with respect to each car shall be as set forth in Schedule #10.

IN WITNESS WHEREOF, the parties hereto have executed or caused this Memorandum of Schedule #10 to Full Service Master Lease Agreement to be executed as of the date first above written.

MIDWEST RAILCAR CORPORATION

Lessor

By: 

Richard M. Murphy
President & CEO


BADGER MINING CORPORATION

By: 

Name:
Title:

STATE OF MN, CITY OF Elk River, TO WIT:

On this 8 day of Dec, 2004 before me appeared, Richard M. Murphy to me personally known, who being by me duly sworn, says that he is the President of MIDWEST RAILCAR CORPORATION, an Illinois Corporation, that said instrument was signed on Dec 8, 2004 on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.



Notary Public

[Notarial Seal]

My commission expires: 1-31-06STATE OF Wisconsin, CITY OF Berlin, TO WIT:

On this 3rd day of December, 2004 before me appeared, Robert Bartol, to me personally known, who being by me duly sworn, says that he is a director of operations, of BADGER MINING CORPORATION, a Wisconsin Corporation, that said instrument was signed and sealed on December 3rd, 2004 on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

[Notarial Seal]


Notary Public

My commission expires:

9-7-2008

Schedule 1

Fifty (50) 3281 c.f, 286,000 GWR, Twin Covered Hoppers newly manufactured by Trinity Industries with the following reporting marks: MCEX 330000 through MCEX 330049, inclusive.